

STATE MS.-DESOTO CO.
FILED

APR 15 11 51 AM '96

BK 71 PG 278
W.E. DAVIS CH. CLK.

CERTIFICATE OF TRUST EXISTENCE
AND TRUSTEES' AUTHORITY

STATE OF UTAH)
)ss.
COUNTY OF WASHINGTON)

The undersigned declares as follows:

1. Ruby L. Edmondston and Cynthia L. Edmondston are Co-Trustees of the Cynthia L. Edmondston Revocable Trust under agreement dated January 26, 1989, of which Cynthia L. Edmondston is the Trustor or Grantor.
2. The address for the undersigned Trustee, Ruby L. Edmondston is 465 S. Bluff, #215, St. George, Utah 84770.
3. The address of the Trustee/Grantor, Cynthia L. Edmondston is 8182 Laurel Hill East, Olive Branch, Mississippi 38654.
4. The trust currently owns property in DeSoto County, State of Mississippi, described as follows:

Lot 45, Phase I, Section A, The Plantation Subdivision, situated in Section 22, Township 1 South, Range 6 West, City of Olive Branch, DeSoto County, Mississippi, as per plat recorded in Plat Book 36, Pages 33-41, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

Parcel No. 1065-2201.0-00045.00

5. The trust is currently in full force and effect, with no anticipated date of termination.

6. The undersigned Trustees have all of the statutory powers set forth in Utah Code § 75-7-402, a copy of which is attached.

DATED: April 10, 1996.

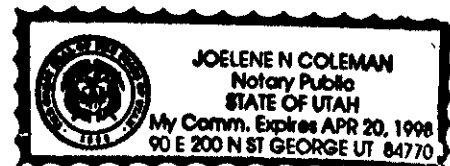
Ruby L. Edmondston, Trustee
RUBY L. EDMONDSTON, Trustee

DATED: April 12, 1996.

Cynthia L. Edmondston
CYNTHIA L. EDMONDSTON,
Trustee and Grantor


SUBSCRIBED AND SWORN to before me this 10 day of April by Ruby L. Edmondston, whose identity is personally known to me or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that she is a Co-Trustee of the Cynthia L. Edmondston Revocable Trust under agreement dated January 26, 1989, and that the foregoing instrument was signed by proper authority, in the capacity and for the purposes stated in it.

Joelene N. Coleman
NOTARY PUBLIC
Address: 90 E. 200 N., St. George, Utah
My Commission Expires: 4/20/98



STATE OF MISSISSIPPI)
)ss.
COUNTY OF DESOTO)

SUBSCRIBED AND SWORN to before me this 12th day of April by Cynthia L. Edmondston, whose identity is personally known to me or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that she is a Co-Trustee of the Cynthia L. Edmondston Revocable Trust under agreement dated January 26, 1989, and that the foregoing instrument was signed by proper authority, in the capacity and for the purposes stated in it.



NOTARY PUBLIC
Address: P. O. Box 8, Southaven, MS 38671
My Commission Expires: November 27, 1999

LD 54 E:Edmondston, C. 5694.01:certif of trust 4/9/96jc

This instrument prepared by:
Snow, Nuffer, Engstrom, Drake, Wade & Smart
P. O. Box 400
St. George, UT 84771-0400
801-674-0400

75-7-402. Powers of trustees conferred by this part.

(1) From time of creation of the trust until final distribution of the assets of the trust, a trustee has the power to perform, without court authorization, every act which a prudent man would perform for the purposes of the trust, including the powers specified in Subsection (3).

(2) In the exercise of his powers, including the powers granted by this part, a trustee has a duty to act with due regard to his obligation as a fiduciary, according to the standard set forth in Section 75-7-302.

(3) A trustee has the power, subject to Subsections (1) and (2) to:

(a) collect, hold, and retain trust assets received from a trustor until, in the judgment of the trustee, disposition of the assets should be made. The assets may be retained even though they include an asset in which the trustee is personally interested;

(b) receive additions to the assets of the trust;

(c) continue or participate in the operation of any business or other enterprise and effect incorporation, dissolution, or other change in the form of the organization of the business or enterprise;

(d) acquire an undivided interest in a trust asset in which the trustee, in any trust capacity, holds an undivided interest;

(e) invest and reinvest trust assets in bonds, notes, stocks of corporations regardless of class, real estate or any interest in real estate, interests in trusts or in any other property, or individual interests in property wherever it is located;

(f) invest and reinvest trust assets in securities of an open-end or closed-end type management investment company or investment trust which is registered under the Investment Company Act of 1940, as amended, including securities of any investment company or investment trust that is affiliated with or a subsidiary of the trustee, or to which the trustee or its affiliate or subsidiary provides a service such as that of an investment advisor, custodian, transfer agent, registrar, sponsor, distributor, manager, or otherwise, for which it receives reasonable remuneration for such service;

(g) deposit or invest trust funds in a bank, including a bank operated by the trustee;

(h) (i) acquire or dispose of an asset, for cash or on credit, at public or private sale;

(ii) manage, develop, improve, exchange, partition, change the character of, or abandon a trust asset or any interest therein; and

(iii) encumber, mortgage, or pledge a trust asset for a term within or extending beyond the term of the trust, in connection with the exercise of any power vested in the trustee;

(i) make ordinary or extraordinary repairs or alterations in buildings or other structures, or demolish any improvements, raze existing or erect new party walls or buildings;

(j) (i) subdivide, develop, or dedicate land to public use;

(ii) make or obtain the vacation of plats and adjust boundaries;

(iii) adjust differences in valuation on exchange or partition by giving or receiving consideration; or

(iv) dedicate easements to public use without consideration;

(k) enter, for any purpose into a lease as lessor or lessee with or without an option to purchase or renew for a term within or extending beyond the term of the trust;

(l) enter into a lease or arrangement for exploitation and removal of minerals or other natural resources or enter into a pooling or unitization agreement;

(m) grant an option involving disposition of a trust asset, or take an option for the acquisition of any asset;

(n) vote a security, in person or by general or limited proxy;

(o) pay calls, assessments, and any other sums chargeable or accruing against or on account of securities;

(p) sell or exercise stock subscription or conversion rights, consent, directly or through a committee or other agent, to the reorganization, consolidation, merger, dissolution, or liquidation of a corporation or other business enterprise;

(q) hold property in the name of a nominee or in other form without disclosure of the trust so that title to the property may pass by delivery, but the trustee is liable for any act of the nominee in connection with the property so held;

(r) insure the assets of the trust against damage or loss and the trustee against liability with respect to third persons;

(s) (i) borrow money to be repaid from trust assets or otherwise;

(ii) advance money to be repaid from trust assets or otherwise; or

(iii) advance money for the protection of the trust, and for all expenses, losses, and liabilities sustained in the administration of the trust or because of the holding or ownership of any trust assets, for which advances with any interest the trustee has a lien on the trust assets as against the beneficiary;

(t) (i) pay or contest any claim;

(ii) settle a claim by or against the trust by compromise, arbitration, or otherwise; and

(iii) release, in whole or in part, any claim belonging to the trust to the extent that the claim is uncollectible;

(u) pay taxes, assessments, compensation of the trustee, and other expenses incurred in the collection, care, administration, and protection of the trust;

(v) allocate items of income or expense to either trust income or principal, as provided by law, including creation of reserves out of income for depreciation, obsolescence, amortization, or for depletion in mineral or timber properties;

(w) notwithstanding the provisions of Section 75-5-102, pay any sum distributable to a beneficiary under legal disability, without liability to the trustee, by paying the sum to the beneficiary or by paying the sum for the use of the beneficiary either to a legal representative appointed by the court, or if none, to a relative;

(x) effect distribution of property and money in divided or undivided interests and adjust resulting differences in valuation;

(y) (i) employ persons, including attorneys, auditors, investment advisers, or agents, even if they are associated with the trustee, to advise or assist the trustee in the performance of his administrative duties;

(ii) act without independent investigation upon their recommendations; and

(iii) instead of acting personally, employ one or more agents to perform any act of administration, whether or not discretionary;

(z) prosecute or defend actions, claims, or proceedings for the protection of trust assets and of the trustee in the performance of his duties; and

(aa) execute and deliver all instruments which will accomplish or facilitate the exercise of the powers vested in the trustee.